

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

In re:	*	
	*	
FITNESS RESOURCE, INC.	*	Case No. 11-16630 BFK
	*	(Chapter 11)
Debtor in Possession	*	
	*	
* * * * * *	*	* * * * *

**FRONTIER DRIVE METRO CENTER, LP'S LIMITED OBJECTION TO DEBTOR'S
MOTION TO APPROVE REJECTION OF UNEXPIRED LEASES**

Frontier Drive Metro Center, LP ("FDMC LP"), through counsel, hereby files this Limited Objection to Debtor's Motion to Approve Rejection of Unexpired Leases (the "Limited Objection"), and in support states as follows:

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. On September 9, 2011 (the "Petition Date"), the Debtor filed a Motion to Approve Rejection of Unexpired Leases (the "Motion to Reject"). In the Motion to Reject, the Debtor sought authority to reject certain unexpired leases, including the nonresidential lease with FDMC LP. The Debtor also sought to make that rejection effective as of September 6, 2011. Finally, the Debtor requested that counterparties to the rejected unexpired leases not be allowed to set off or otherwise dispose of monetary deposits related to those leases absent approval of the Court. FDMC LP holds a security deposit in the amount of \$8,925.00.

3. Debtor in Possession, Fitness Resource, Inc., leases nonresidential real estate from the FDMC LP located at 6575 Frontier Drive, Suite T, Springfield, VA 22150 (the "Premises"). The current lease payment is \$13,159.95/month. There is rent due for the

prepetition period September 1 – 8, 2011 in the amount of \$3,947.98, and unpaid post-petition rent due for the period September 9 – 30, 2011 in the amount of \$9,211.97. The Debtor has not paid the rent due for October 2011 in the amount of \$13,135.95.

4. FDMC LP does not object to the rejection of the Lease by the Debtor. FDMC LP's objection is limited to the Debtor's request that the rejection date of the unexpired lease for the Premises be effective as of September 6, 2011 and that the Debtor seeks to prevent the right of set off to the security deposit in FDMC LP's possession.

5. FDMC LP adopts by reference the arguments and authorities outlined in the 8334 LEESBURG PIKE ASSOCIATES' LIMITED OBJECTION TO DEBTOR'S MOTION TO APPROVE REJECTION OF UNEXPIRED LEASES (Document 57).

6. As of the date of filing this Limited Objection, the Debtor has not closed the store located in the Premises, and has not tendered payment for post-petition rents due. FDMC LP seeks administrative priority for the post-petition period that the Debtor actually remains in possession of the Premises.

WHEREFORE, Frontier Drive Metro Center, LP requests that this Court deny the Debtor's request to retroactively reject the Lease effective as of September 9, 2011, and grant such other and further relief as is just and equitable.

Respectfully submitted,

PELS, ANDERSON L.L.C.

Dated: October 3, 2011

/s/ Lawrence J. Anderson
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CERTIFICATE OF SERVICE

I, the undersigned, do hereby certify that I filed this Notice of Appearance via the electronic filing system cm/ecf and a true and correct copy was forwarded to all parties of listed below hereto via first class, U.S. Mail, postage prepaid on the 12th Day of September, 2011.

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/s/ Lawrence J. Anderson
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